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32789

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32790-0200

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April 24, 2000
Via Overnight Delivery

Mr. David Waddell, Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37219-0412

Re: Docket No. 00-00157
Application of Actel Integrated Communications, Inc.
for Certificate to Provide Competing Local and Long
Distance Telecommunications Services in Tennessee

Dear Mr. Waddell:

Enclosed for filing are the original and thirteen (13) copies of the responses of Actel Integrated Communications, Inc. ("Actel") to staff's March 6, 2000 data request pursuant to Docket No. 00-00157 in the above-entitled proceeding.

Also, submitted under separate seal as part of this filing are the confidential proprietary financial statements of Actel Integrated Communications, Inc. in response to data request items #8, #9, #10 and Attachment 2. Please handle in accordance with your established procedures for confidential material.

Please acknowledge receipt of this filing by date stamping the extra copy of this cover letter and returning it in the self-addressed, stamped envelope provided for this purpose.

Any questions pertaining to this filing may be directed to my attention at (407) 740-8575.

Sincerely,

MaryAnn Wall for Robin Norton

Robin Norton
Consultant to Actel

RN:mw

cc: Patsy Fulton - Tennessee Regulatory Authority
Leigh Ann Wooten - Actel
file: Actel - TN Local & IXC
tms: TNL0000b

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ATTORNEY GENERAL

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EXECUTIVE SECRETARY

POSTED
4-26-00

**RESPONSES OF ACTEL INTEGRATED COMMUNICATIONS, INC.
TO STAFF'S DATA REQUESTS
DATED MARCH 6, 2000**

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1. Address of Principal Officers.

Response: The following individuals serve as officers and directors of Actel Integrated Communications, Inc. and may be reached through the company's corporate office at 1509 Government Street, Suite 300, Mobile, Alabama 36604.

John Beck	- President & CEO
Richard Courtney	- Treasurer
Daniel J. Shapiro	- Secretary & General Counsel
Jerry Cherne	- Vice President of Carrier Services
E. J. Saad	- Director
Wayne Wright	- Director

2. Biographies of Key Executives as well as Technical Executives within Actel Integrated Communications, Inc. inclusive of degrees, professional licenses, and experience.

Response: As shown in Attachment 1, Actel has the managerial experience to successfully operate a telecommunications enterprise in Tennessee. Actel's managers have been able to implement a number of innovative measures to meet consumer needs. The backgrounds of these key executives, combined with the telecommunications history of the Actel family, is clear evidence that Actel possesses the managerial qualifications required to provide facilities-based local & long distance service.

Actel is currently certificated to provide facilities-based and local and long distance service in Alabama, Florida, Louisiana, Mississippi, and Texas. Applications are currently pending in Arkansas and Georgia.

3. Please provide technical information concerning the switch you will be installing in Tennessee. Where do you intend to locate the switch, the type of equipment to be deployed and the services offered at that point.

Response: Actel will be utilizing unbundled network and switching elements provided by BellSouth throughout its territory in Tennessee. Under an arrangement known as UNE-P, BellSouth will recombine the elements on a contract basis for use by Actel. Actel plans to install a Lucent PathStar Class 5 and a CVX500 ATM switch with additional necessary equipment in connection with provision of facilities-based service in Chattanooga.

Actel expects to offer a broad variety of facilities based and resold local exchange services, primarily to business customers in Tennessee. Actel's initial line of local services will be comparable to that currently offered by the incumbent LECs. Initially, Actel plans to offer basic access line service, PBX and DID Services, Optional Calling Features, Directory Assistance, Directory Services, and Operator Services, as well as all services required under Chapter 1220-4-8-.04 (3)(b) and (c).

Except as may be allowed by state or federal law, Actel states they will not offer service in areas currently being served by an Incumbent Local Exchange Company with fewer than 100,000 access lines as described in TCA 65-4-201(d).

**RESPONSES OF ACTEL INTEGRATED COMMUNICATIONS, INC.
TO STAFF'S DATA REQUESTS
DATED MARCH 6, 2000
(Continued)**

4. Please specify the engineering expertise at Actel.

Response: See Attachment 1.

5. Please state if there is any Customer Provided Equipment (CPE) that would not be compatible with an incumbent carrier.

Response: Actel is not aware of any CPE that would not be compatible with the BellSouth network. While Actel cannot predict with certainty what CPE its customers may elect to use, Actel will respond to and assist its customers in selecting appropriate equipment as necessary.

6. Please provide an address for written communication of repair and maintenance and the name and address of the Tennessee contact person responsible for and knowledgeable about provider's operations with an insurance that the customer service will meet the needs of the customer.

Response: Actel understands the importance of effective customer service for local and long distance service consumers. The correct toll-free number will be printed on the customers' monthly billing statements. In state repair and maintenance personnel and toll free contact numbers will be established prior to the start-up of Tennessee operations. In addition, customers may contact the company in writing at the headquarters address. Actel customers may reach the Customer Service department Monday through Friday from 8:00 AM to 8:00 PM Central time. Calls outside of the normal hours will reach an answering service and will be returned the next business day. The answering service will page the designated after hours company representative for matters requiring immediate attention. Actel will be responsible for all customer inquiries and complaints. Actel's customer service operations will fully meet the needs of its customers. Contact information at Company headquarters in Mobile, Alabama is provided below.

Complaints/Inquiries from Customers:
Sandra Myles, Manager - Support Services
Actel Integrated Communications, Inc.
1509 Government Street, Suite 300
Mobile, Alabama 36604
Telephone: (334) 473-4858
Facsimile: (334) 652-7060
Toll Free: (877) 700-9400

**RESPONSES OF ACTEL INTEGRATED COMMUNICATIONS, INC.
TO STAFF'S DATA REQUESTS
DATED MARCH 6, 2000
(Continued)**

6. **Cont'd.** Customer Service Personnel to be called for in an emergency or for repair and maintenance:

Judy Walker	Vice President
Sandra Myles	Manager
Tim Hackler	Supervisor

Toll Free Numbers -	Telephone:	(877) 700-9400
	Facsimile:	(877) 652-3009

7. **Please provide budgeted financial statements (income statement, balance sheet, and statements of cash flow) for 2000, 2001, and 2002.**

Response: See Attachment 2.

8. **Please provide a capital expenditures budget for 2000, 2001, and 2002.**

Response: 2000 - \$ ****CONFIDENTIAL****
 2001 - \$
 2002 - \$

9. **Please include estimated cost of your network, switches, and unbundled network elements (UNE's).**

Response:	<u>Network</u>	<u>UNEs</u>	<u>Switches</u>	**CONFIDENTIAL**
	2000 - \$	\$		
	2001 - \$	\$		
	2002 - \$	\$		

10. **Please quantify amounts included in your financial statements and projections relating to reciprocal compensation.**

Response: ****CONFIDENTIAL****

11. **Written certificate of service demonstrating the application has been served on all eighteen (18) incumbent local exchange telephone companies in Tennessee and a statement regarding the company's intention of operating geographically.**

Response: See Attachment 3.

**RESPONSES OF ACTEL INTEGRATED COMMUNICATIONS, INC.
TO STAFF'S DATA REQUESTS
DATED MARCH 6, 2000
(Continued)**

- 12. Please provide sworn pre-filed testimony. This testimony should describe the services to be provided, the applicant's technical, managerial, and financial abilities to provide the services and affirm that all information submitted is true and correct.**

Response: See Attachment 4.

- 13. Identify all complaints filed with state and federal regulatory agencies involving your company or affiliated entities. Identify the nature of the complaint, which government agency or office received the complaint, how was the complaint resolved?**

Response: Actel has been operating as both a local and long distance provider since 1998. To date, Actel has had no complaints filed with either state or federal agencies.

- 14. A revised Dial Parity Plan is included in Attachment 5.**

ATTACHMENT 1

ACTEL INTEGRATED COMMUNICATIONS, INC.

Biographies of Senior Executive Team

ACTEL INTEGRATED COMMUNICATIONS, INC.
Biographies of Senior Executive Team

John Beck, President/CEO/Founder

Presently serves as President & CEO of Actel Integrated Communications, providing day to day corporate management of Actel. Mr. Beck has been involved in Data and Communications for the past fifteen years, beginning with his experience as Data and Communications Manager for several sea and shore installations in the US Navy. Mr. Beck has an expansive background in telecom management in serving several telecommunications capacities, both private and government. Mr. Beck's most recent position was Regional Operations Director of e.spire Communications, a national CLEC with regional operations in New Orleans, Birmingham, Montgomery, Mobile and Atlanta. Mr. Beck was the senior operations staff member installing and maintaining the first competitive PSTN switches in the Southeast.

Richard Courtney, Treasurer

Presently serves as Treasurer of Actel Integrated Communications. Provides day to day management of the company's P&L and financial oversight of the company's financial business plan. Mr. Courtney has extensive experience in telecommunications and digital network engineering. His past positions include: President and COO, ATN Communications, Inc., serving as President and General Manager and responsible for an incremental increase in monthly revenue from \$200,000 monthly to over \$2,000,000 monthly; President and CEO, TelSpan Communications, Inc., and Executive General Manager, US Payphone Systems, Inc. Mr. Courtney also has management experience in several public companies.

Daniel J. Shapiro, General Counsel

Presently serves as General Counsel and Executive Vice President of Legal and Regulatory affairs. Mr. Shapiro provides day to day management of the legal matters affecting the company including transactions and contracts, litigation, and federal and state telecommunications regulation. He previously represented Actel Integrated Communications, Inc. and Cox Communications, Inc. before the Louisiana Public Service Commission as outside counsel with the south Louisiana law firm of Gordon, Arata, McCollam, Duplantis, and Eagan, L.L.P. Mr. Shapiro also has experience with commercial transactions having represented several businesses in matters concerning federal and state securities laws, corporate governance, and mergers and acquisitions. His honors and other achievements include Adjunct Professor, Louisiana State University Law Center, Editor-in-Chief, Louisiana Law Review, Order of the Coif, Fellow of the Louisiana Bar Foundation and clerk to the Honorable Frank J. Polozola, United States District Court Judge for the Middle District of Louisiana.

Anne Tetterton, CMO & EVP - Sales & Marketing

Ms. Tetterton has over 18 years experience in the competitive telecommunications industry, working in the marketing, engineering and business development groups of major U.S. and international communications companies. Prior to joining Actel, Ms. Tetterton was the Chief Marketing and Sales Officer for Global Light Telecommunications, a communications services company with interests in emerging markets around the world. Ms. Tetterton has served as Product Manager of Sprint's Business Services Division, Director of Industry Relations for Sprint, and Director of Enterprise Solutions for Syncordia, a subsidiary of British Telecommunications PLC focused on global communications outsourcing for multi-national corporations. Ms. Tetterton holds a B.S. in Industrial Management from Georgia Institute of Technology.

ACTEL INTEGRATED COMMUNICATIONS, INC.
Biographies of Senior Executive Team
(Continued)

Ray Robinson, VP-Corporate Development

Mr. Robinson's background includes 19 years with AT&T, holding various leadership positions within network operations, operator services, marketing and sales. Mr. Robinson carried his experience to Intermedia Communications where he utilized his expertise in carrier services and the wholesale sales organization. Mr. Robinson was also a general manager for e.spire where his team "built" Tampa, FL and was Director of Operations for nine other cities in the southern region. Mr. Robinson's experience will be utilized by Actel Integrated Communications in his role as Vice President of Corporate Development.

Judy Walker, VP-Business Services

Ms. Walker's division is responsible for Customer Service, customer and company order issuance, provisioning, billing, carrier service, and regulatory services. Ms. Walker spent 27 years with BellSouth, during which she held positions in Customer Service, Installation / Maintenance, Training and Marketing Departments. She retired as Senior Systems Designer, where she designed voice/data networks and communications systems for major business and government customers. Since leaving BellSouth in 1992, Ms. Walker held a management position with e.spire Communications, a CLEC in Mobile, AL. Most recently she owned and managed Jade Technologies, a technology general contracting company with major customers including BellSouth, Mobile City and County, Mobile and Montgomery County School Boards, Mobile Infirmary Systems and Spring Hill College.

Alan D. Ellison. VP-Network Services

Presently responsible for network services and operations for Actel. Mr. Ellison has 10 years experience in data management and communications. He was responsible for local and wide area networking for a state institution in Alabama where he developed and implemented several multi-protocol networks serving various locations. More recently, Mr. Ellison represented a national CLEC in the state of Alabama where he was responsible for the sale of high-speed data communications services. Presently, he has primary responsibility for the implementation and ongoing operations of Actel's network infrastructure. These areas include network operations, provisioning, switch engineering, and circuit design/inventory. In addition, Mr. Ellison has responsibility for the development of Actel's internal information systems. Mr. Ellison holds a BS in Business Administration and a Masters in Business Administration from Auburn University and the University of West Florida respectively.

Robert M Langham. VP-Sales

In this position Mr. Langham is responsible for the sale of Actel's products and services in the targeted markets. He is also responsible for developing alternate channels of distribution and gaining market penetration through both direct and indirect sales opportunities. Mr. Langham has over 13 years experience in the Telecommunications industry, to include designing Key Telephone Systems, PBX Switches, and Voice Mail applications with both AT&T and Lucent Technologies. Mr. Langham held the position of Implementation and Design Manager with Business Communication Distributors, Inc., coordinating sales efforts, installation scheduling and customer training. Mr. Langham also served as interim Branch Sales Manager for e.spire Communications, coordinating sales efforts, incremental revenue growth and recruiting. Mr. Langham is a graduate of Spring Hill College with a BA degree in Organizational Management and Communications.

ACTEL INTEGRATED COMMUNICATIONS, INC.
Biographies of Senior Executive Team
(Continued)

Jerry Cherne, VP - Carrier Services

Mr. Cherne has over twenty years of telecommunications experience. Previous positions include Director in Operations and Regulatory Affairs at Touch 1 Communications, Customer Relations Manager at Touch 1, Product Manager and Sales Manager at Gulf Long Distance, Technical Consultant with MCI, Major Account Sales Executive at Telecom*USA, Operations Manager with Long Distance Systems, seven years as a Telecommunications Manager/Director in US Government, and four years as a telecommunications instructor.

James Garner, Director of Human Resources

Presently serves as Human Resource Director. Provides service, advice, and counseling in all areas of human resources. Mr. Garner retired as Human Resource Manager after 29 years with a local nationally known manufacturing industry employing around 500 personnel. He has a broad-based background in all phases of employee and labor relations, training, recruiting, wage, salary, and benefits administration. He is from the Mobile area and received his BS in Business Administration and industrial Management from Spring Hill College in Mobile.

Freida Addison, Director of Support Services

Ms. Addison's department is responsible for provisioning the networks for the various cities that Actel will deploy. Ms. Addison has 19-1/2 years experience in the telecommunications field including 16½ years with BellSouth, where she held positions in Customer Service and the position of Assistant Manager for seven years in Residence Marketing. While employed with BellSouth, Ms. Addison completed her studies in Administrative Science at the University of Alabama and received her BS degree in 1996. After retiring from BellSouth, Ms. Addison joined e.spire Communications in February 1997 as an Account Consultant, she was promoted to Senior Account Consultant in November 1997, then promoted to Regional Operations Coordinator in July 1998. Ms. Addison joined the Actel Team April 1999.

Craig Uptagrafft, Director of Switch Services

Presently serving as Director of Switch Services for Actel Integrated Communications, Mr. Uptagrafft has 14 years experience in telecommunications management. His career began in the Alabama Army National Guard where he served as Manager and Communications Specialist. He has held technical positions with DeltaCom and MCI/Worldcom. More recently, Mr. Uptagrafft served on the Sr. Operations staff for e.spire Communications in the Southeast. Mr. Uptagrafft deployed the first competitive PSTN switch for e.spire in the Southeast in Columbus, GA and assisted in the implementation of several other switches throughout the Southeast. Presently, he is responsible for selection, procurement, engineering and implementation of central office switches and peripheral equipment deployed by Actel. Mr. Uptagrafft holds a degree in Electronics Engineering.

ACTEL INTEGRATED COMMUNICATIONS, INC.
Biographies of Senior Executive Team
(Continued)

Mark Alford, Director of Network Services

Responsible for selection, procurement and implementation of network peripheral equipment deployed by Actel. Mr. Alford has been involved with communications for the past seventeen years, beginning his career as an electronics engineer with the U.S. Navy. He spent ten years installing secure, high-speed data lines for ADT Security Systems. Most recently, Mr. Alford served as Operations Manager for e.spire Communications, a CLEC in Mobile, Alabama. In this capacity, he designed, built, and maintained the transport network and assisted in the planning and implementation of a Lucent 5ESS switch. Mr. Alford has extensive training in Network services and is certified on the Alcatel DACS and Lucent OC-3, OC-12, OC-48, and SLC-2000.

Leslie Sloan, Director of Business Services

Mrs. Sloan directly supervises all Customer Service Representatives and is charged with the administrative management of the Business Services Department which includes customer service, preparation of customer billing, collections, credit verification, provisioning of existing customers, and training involving all aspects of the department. Mrs. Sloan has been involved in the communications industry for the past seven years. She began her career in communications with GTE in 1994. During her employment at GTE she held management positions in customer support, which included but was not limited to, customer retention, customer loyalty, technical support and direct fulfillment. Mrs. Sloan also held management positions in sales and marketing during her tenure with GTE. After leaving GTE in 1998, Mrs. Sloan was involved in the startup operation for a local wireless company as Director of Sales and Business Development and a national wireless company startup as Direct Sales Manager. Mrs. Sloan has managed different call center and telemarketing environments in the past 22 years.

Ray Bell, Operations Manager

Mr. Bell has five years experience in network operations. His responsibilities have included development and set up of network platforms for Custom Design Telephone Inc., Milcom Systems Inc., Westbank Electric Telephone & Data Networking, and Espire Communications Inc.

He is knowledgeable on many types of test equipment including Tberg-310, 224, 950, 2000, 750, Tpi-750, Halcion-5200, and Sunset-310. He has been certified on ES 5010 5ESS-2000 Switch Architecture (May 1999); ES M01 5ESS-2000 Switch Maintenance System Fundamentals (July 1999); ES M02-A 5ESS-2000 Switch AM,CNI,Hardware Maintenance (November 1999); Alcatel 1630,1631 SX SMC Sonet Cross Connect O/M (March 1998). He has completed the ITT Cannon RF Products QT-BNC Interconnect Product Training Course (December 1998) and the Fujitsu Lightwave Multiplexer FLM,6,150,600,2400 UPSR Turn-up and Maintenance Course C-901(July 1998).

He was also employed by Espire Communications Inc. where which he was responsible for the test turn-up and operation of all customer circuits and equipment as well as fiber installation. Mr. Bell has also been involved with fiber installation network builds with Milcom Systems Inc., Custom Design Telephone, and Westbank Electric Telephone & Data Networking. As Operations Manager with Actel, Mr. Bell is responsible for test turn-up and operation of all customer circuits and premises equipment for New Orleans operations.

ACTEL INTEGRATED COMMUNICATIONS, INC.
Biographies of Senior Executive Team
(Continued)

Rick Hunt, Operations Manager

Mr. Hunt comes to Actel Integrated Communications, Inc. with 16 years of telecommunications experience. He began his telecommunications career in the United States Air Force as a Central Office Switching Technician in 1983, continuing on as a Central Office Supervisor. From there Mr. Hunt went on to work at BellSouth as a Network Reliability Center Switchman. He then continued his career with Sprint as a Switch Technician, and then with a CLEC as a Switch Technician. Mr. Hunt is now working for Actel as Operations Manager, responsible for the operation of the Mobile office.

ATTACHMENT 2
ACTEL INTEGRATED COMMUNICATIONS, INC.
Budgeted Financial Statements

The financial statements of Actel Integrated Communications, Inc. ("Actel") are filed under separate cover.

These documents demonstrate Actel's financial ability to provide the proposed services. Actel is a privately-held corporation and as such its financial statements are not public information, but rather constitute confidential and proprietary information. These financial statements are therefore submitted under seal. Actel respectfully requests that this confidential information not be provided to any party other than members of staff who need to review the material for evaluation of applicant's fitness to provide service.

ATTACHMENT 3

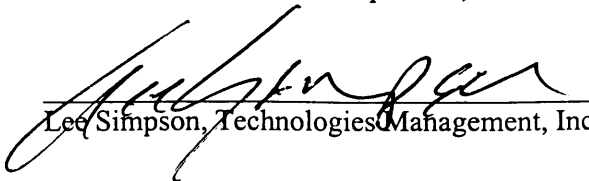
ACTEL INTEGRATED COMMUNICATIONS, INC.

Certificate of Service

CERTIFICATE OF SERVICE

I hereby certify that on this 24th day of April, 2000, I caused to be served a Notice of Availability of the application of Actel Integrated Communications, Inc. for a Certificate to Provide Competing Local Telecommunications service upon those companies listed below, by first class mail, postage prepaid, or equivalent service.

- | | |
|---|---|
| 1. Ardmore Telephone Company, Inc.
P.O. Box 549
517 Ardmore Avenue
Ardmore, TN 38449 | 10. Sprint-United
112 Sixth Street
Bristol, TN 37620 |
| 2. BellSouth Telecommunications, Inc.
333 Commerce Street
Nashville, TN 37201-3300 | 11. TDS Telecom-Concord Telephone
Exchange, Inc.
P.O. Box 22610
701 Concord Road
Knoxville, TN 37933-0610 |
| 3. Century Telephone of Adamsville
P.O. Box 405
115 N. Oak Street
Adamsville, TN 38310 | 12. TDS Telecom-Humphreys County
Telephone Company
P.O. Box 552
203 Long Street
New Johnsonville, TN 37134-0552 |
| 4. Century Telephone of Claiborne
P.O. Box 100
507 Main Street
New Tazewell, TN 37825 | 13. TDS Telecom-Tellico Telephone
Company, Inc.
P.O. Box 9
102 Spence Street
Tellico Plains, TN 37385-0009 |
| 5. Century Telephone of
Ooltewah-Collegedale, Inc.
P.O. Box 782
5616 Main Street
Ooltewah, TN 37363 | 14. TDS Telecom-Tennessee Telephone
Company
P.O. Box 18139
Knoxville, TN 37928-2139 |
| 6. Citizens Communications Company
of Tennessee
P.O. Box 770
300 Bland Street
Bluefield, WV 24701 | 15. TEC-Crockett Telephone Company, Inc.
P.O. Box 7
Friendship, TN 38034 |
| 7. Citizens Communications Company
of the Volunteer State
P.O. Box 770
300 Bland Street
Bluefield, WV 24701 | 16. TEC-People's Telephone Company, Inc.
P.O. Box 310
Erin, TN 37061 |
| 8. Loretto Telephone Company, Inc.
P.O. Box 130
Loretto, TN 38469 | 17. TEC-West Tennessee Telephone
Company, Inc.
P.O. Box 10
244 Main Street
Bradford, TN 38316 |
| 9. Millington Telephone Company, Inc.
P.O. Box 429
4880 Navy Road
Millington, TN 38083-0429 | 18. United Telephone Company
P.O. Box 38
120 Taylor Street
Chapel Hill, TN 37034 |


Lee Simpson, Technologies Management, Inc.

**BEFORE THE
TENNESSEE REGULATORY AUTHORITY**

In the matter of the Application of)	
Integrated Communications, Inc. to)	Docket No. 00-00157
Provide Competing Local and Long Distance)	
Telecommunications Services in Tennessee)	

NOTICE OF AVAILABILITY OF APPLICATION

On February 29, 2000, Actel Integrated Communications, Inc. filed an application for a Certificate to Provide competing local and long distance telecommunications services in Tennessee. The application and attachments are available to interested parties upon request. Please contact Technologies Management, Inc. if you wish to receive a copy.

Technologies Management, Inc.
P.O. Drawer 200
Winter Park, FL 32790-0200
(407) 740-8575
(407) 740-0613 (fax)

ATTACHMENT 4

ACTEL INTEGRATED COMMUNICATIONS, INC.

Pre-filed Testimony

BEFORE THE
TENNESSEE TRANSPORTATION AND REGULATORY AUTHORITY

Application of)	
Actel Integrated Communications, Inc.)	TRA Docket No. 00-_____
For A Certificate to Provide Competing)	
Local and Long Distance Telecommunications)	
Services in Tennessee)	

TESTIMONY OF
DANIEL J. SHAPIRO

General Counsel and Executive Vice President of Legal & Regulatory Affairs

Q. Will you please state your name and business address.

A. My name is Daniel Shapiro. My business address is 450 Laurel Street, Suite 2101 Baton Rouge, LA 70801. My telephone number is (225) 383-0775 and facsimile number is (225) 383-2272.

Q. By whom are you employed and in what capacity?

A. As the General Counsel and Executive Vice President of Legal and Regulatory Affairs, I am responsible for day to day management of the legal matters affecting the company including transactions and contracts, litigation, and federal and state telecommunications regulation.

Q. Please give a brief description of your background and experience.

A. Prior to joining Actel, I was with the law firm of Gordon, Arata, McCollam, Duplantis, and Eagan, L.L.P. While there, I served as outside counsel to Cox Communications, Inc. in matters before the Louisiana Public Service Commission. I also have experience with commercial transactions having represented several businesses in matters concerning federal and state securities laws, corporate governance, and mergers and acquisitions. Prior to joining that law firm, I was Adjunct Professor at the Louisiana State University Law Center. I also served as clerk to the Honorable Frank J. Polozola, United States District Court Judge for the Middle District of Louisiana. While in law school, I was appointed Editor-in-Chief to the Louisiana Law Review. I was also a member of the Order of the Coif and I am a Fellow of the Louisiana Bar Foundation.

Q. What is the purpose of your testimony?

A. The purpose of my testimony is to present evidence on the financial, technical and managerial abilities of Actel Integrated Communications, Inc., to provide local and long distance telecommunications services in Tennessee; and to describe the services Actel proposes to offer.

Q. Has Actel registered to do business in Tennessee?

A. Yes. The Applicant is an Alabama Corporation, authorized by the Tennessee Secretary of State to transact business in the State of Tennessee. Registration to conduct business in Tennessee was provided in Appendix V of the application package.

Q. Has Actel previously obtained authority in Tennessee?

A. No. Actel has not previously obtained authority in Tennessee.

Q. Please describe the services Actel proposes to offer.

A. Actel expects to offer a broad variety of local exchange services primarily to business customers in Tennessee. Actel's line of local services will be comparable to that currently offered by the incumbent LECs. Although Actel seeks statewide authority, Actel initially intends to offer services in Tennessee in Chattanooga. The various features and functions will initially be available through resold service. Actel plans to install its own switch in Tennessee, and will add new service offerings and capabilities as they are developed by its in-house experts. Actel's future offerings will include channelized T-1 digital communications, with and without internet connectivity, Digital Subscriber Line (DSL) service, Frame Relay service, Internet backbone access, Asynchronous Transport Mode (ATM) service, Integrated Services Digital Network (ISDN), and web hosting. Actel will ensure that its customers have access to 911 service, directory assistance and telecommunications relay services.

Actel also proposes to offer a full range of long distance services to its customers, including: outbound and inbound presubscribed calling over switched and dedicated access lines, travel card service, and operator assisted calling to residential and business subscribers.

Q. How will Actel bill for its services?

A. Actel's local and toll services are billed directly by the company on a monthly basis. Fixed monthly charges are billed monthly in advance, usage-sensitive charges will be billed in arrears. Actel has developed its own billing system.

Q. How are trouble reports, billing errors and complaints handled?

A. Actel understands the importance of effective customer service for local and long distance service consumers. Billing disputes will be reported by the customer via the toll free number printed on each Customer's monthly bill. Customer service inquiries will be reported via the same toll free number. In addition, Customers may contact the Company in writing at the headquarters address.

Q. Describe the proposed Actel Tennessee tariff.

A. The Company's tariffed services will be designed for business customers. Service will be offered twenty-four hours per day, seven days per week. Actel's local rates will be competitive with the dominant Carrier's (BellSouth's) local rates. Initially, Actel will sell its resold local services at 6% below BellSouth's rates. Resold local services will include Standard Business Line service, Trunk service, DID services, and ISDN-PRI. Actel's long distance tariff will include outbound and inbound presubscribed calling over switched and dedicated access lines, and travel card service to residential and business subscribers. The Company's proposed local and long distance tariffs were provided in Appendix II of the application package.

Q. Where is Actel currently certificated?

A. To date, Actel has received authority to provide local exchange and long distance service in Alabama, Florida, Louisiana, Mississippi and Texas. Actel has also recently filed applications for local and long distance in Georgia and Arkansas, which are currently pending. No application has been denied.

Q. Describe Actel's financial ability to operate as a local service provider.

A. Actel has ample resources for the successful provision of its telecommunications services. We have provided financial information with our application which clearly demonstrates that Actel Integrated Communications, Inc. has substantial cash flow and capital to provide facilities- based CLEC and long distance telecommunications services in Tennessee.

Q. Does Actel have the managerial and technical qualifications to provide local service in Tennessee?

A. Yes. Actel has a very strong and experienced management team. Biographies of key executives and technical personnel has been included as part of this filing.

Q. Where in Tennessee does Actel intend to offer its services?

A. Actel intends to initially offer services in areas of the state served by BellSouth, but seeks statewide authority for future applications.

Q. How will Tennessee consumers benefit from Actel's services?

A. Certification of Actel will increase the quantity and quality of competitive alternatives in Tennessee. Actel intends to offer quality service at competitive prices. In addition, Actel's marketing plan will expand subscriber awareness of options and services available to them, thus encouraging the growth and success of competitive telecommunications services.

Q. Why is Actel seeking facilities-based authority in Tennessee? Will Actel use any public rights-of-way?

A. Initially, Actel plans to purchase unbundled network elements (UNE) from the ILEC to use in conjunction with its own switch. The ILEC will recombine UNEs via an arrangement known as UNE-P (Unbundled Network Element- Platform). Since Actel has no immediate plans to deploy cable or fiber, it does not foresee using public rights-of-way in the next two quarters. However, Actel does request the Commission's consent to use public rights-of-way pursuant to applicable laws for possible future installations.

Q. How will Actel insure it is Y2K compliant?


A. Actel will insure that the UNEs it purchases are Y2K compliant by working closely with the Incumbent LEC. Additionally, Actel has taken steps to insure that all of its equipment, including office equipment is Y2K compliant.

Q. Does this conclude your testimony?

A. Yes.

VERIFICATION


I, Daniel J. Shapiro, first being duly sworn upon oath, depose and say that I am the General Counsel and Executive Vice President of Legal and Regulatory Affairs of Actel Integrated Communications, Inc., an Alabama Corporation; that I have read the above and foregoing prefiled testimony by me subscribed and know the contents thereof; that said contents are true in substance and in fact, except to those matters stated upon information and belief, and as to those, I believe same to be true.


Daniel J. Shapiro, General Counsel and
Executive Vice President of Legal & Regulatory Affairs
Actel Integrated Communications, Inc.

State of ALABAMA
County of EAST BATON ROUGE

Subscribed and sworn to before me

this 14th day of April, 2000


Notary Public

My Commission expires: at death

ATTACHMENT 5

ACTEL INTEGRATED COMMUNICATIONS, INC.

Dial Parity Plan

**ACTEL INTEGRATED COMMUNICATIONS, INC.
DIALING PARITY PLAN**

1. OBJECTIVE/PURPOSE

The intent of this Dialing Parity Plan is to permit Customers to route intraLATA toll calls automatically, without the use of access codes, to any interexchange carrier ("IXC") of the customer's choice that has established itself as an access customer under Actel's Access Services Tariff.

II. IMPLEMENTATION SCHEDULE

Actel anticipates providing local exchange service in Chattanooga in approximately June 2000. Any carrier desiring to provide intraLATA toll service within that LATA should provide Actel a list of exchanges within the LATA in which it plans to offer such services. Actel needs notification to include the carrier on the list of participating carriers in each Actel exchange. Each certified carrier that enters a LATA within which Actel is providing local exchange service will be added to the list of participating carriers after notifying Actel of its intent to provide intraLATA toll services in that LATA, provided that the carrier has ordered access.

III. CARRIER SELECTION PROCEDURES

Actel will implement a full 2-PIC carrier selection methodology. With the full 2-PIC methodology for interLATA and intraLATA presubscription - customers will be able to presubscribe to the same, or a different participating telecommunications carrier for intraLATA and interLATA toll calls.

Customers of Actel will affirmatively choose both an interLATA and intraLATA carrier when they sign a letter of authorization to receive switched local exchange service from Actel. Company employees who communicate with the public, accept orders and serve in customer service capacities are trained to explain to customers the availability of 2-PIC equal access, and to assist customers in making an initial PIC choice or in changing a PIC choice for intraLATA and interLATA toll calls.

IV. NEW CUSTOMERS

Customers who contact Actel requesting new telephone exchange service will be informed of the opportunity to choose both an intraLATA and interLATA PIC. If requested by the customer, Actel will provide a list of telecommunications carriers, including Actel, that are access customers and are maintaining a relationship with Actel pursuant to the provisions of the Company's Access Services Tariff. The list of intraLATA toll carriers will be presented in a competitively neutral manner to new Customers who do not make a positive choice for an intraLATA carrier. Until a new customer, or a customer ordering a new line makes a selection, the customer will be assigned a "no-PIC" and will have to dial an access code to make intraLATA calls. New customers will have 30 days from the date they order local exchange service to make their free selection. No charge applies to PIC selections made within this time limit. After the time limit expires, the tariffed rate for PIC changes will apply.

V. EXISTING CUSTOMERS

As indicated above, Actel is a new carrier in Tennessee and, thus, has no existing Customer base. Actel proposes to provide intraLATA equal access as a feature of the Company's Tennessee local exchange service upon launch of that service. Therefore, no notification to existing Customers is required.

VI. CARRIER NOTIFICATION

Interexchange carriers that desire to become access Customers shall notify Actel via letter or telephone call of their desire to obtain Exchange Access Service information or by completing an Access Service Request ("ASR") form. Actel will send each requesting carrier an information package describing Actel's service, processes and applicable tariffs. Once Actel receives and processes an IXC's Access Service Request, that carrier will be added to the list of participating carriers made available to a requesting Customer trying to choose a PIC. Actel will provide notice of those switches available for exchange access services to IXCs by identifying those switches in NECA Tariff FCC No. 4. In addition, Actel will include a list of available switches in its information package provided to each IXC in response to an inquiry.

VII. PIC FREEZES

The company will not market intraLATA PIC freezes to customers before or during the 90-day grace period for PIC selection pursuant to paragraph VI above. PIC freezes may be provided at any time upon the customer's request.

PIC freezes may be removed with the use of a three-way call between the customer, the company and the carrier. Carriers must still follow FCC and Tennessee Regulatory Authority procedures for PIC changes (e.g., independent third party verification, written letter of agency, electronic authorization).

VIII. ANTI-SLAMMING PROCEDURES

1. Actel customers affirmatively choose both an interLATA and intraLATA carrier when they sign a letter of authorization to receive switched local exchange service from Actel. Customers make this selection through their own initiative or as a result of the promotional marketing activities of participating intraLATA toll telecommunications carriers. Customers may communicate their choice of carriers directly to Actel or indirectly through their selected carriers.
2. Commission authorization as a certificated intraLATA toll provider is required for a carrier to be placed on an alphabetical list of carriers willing to accept one-plus intraLATA toll traffic within a particular area.
3. The company will report any inappropriate business practices relating to intraLATA presubscription to the Tennessee Regulatory Authority.
4. The company retains verified LOAs for PIC changes for a period of no less than two years. The company also instructs interexchange carriers that they should make available recordings of third party verifications upon request.

OTHER REQUIREMENTS

1. A toll free number will be made available to customers to contact the company for a list of available intraLATA toll providers.
2. The company will implement this plan no later than thirty (30) days after approval of the Company's application for CLEC and IXC authority by the Tennessee Regulatory Authority, and the start-up of operations.
3. The Company will provide nondiscriminatory access to telephone numbers, operator services, directory assistance, and directory listings.
4. The company will comply with all rules of the FCC and the Tennessee Regulatory Authority.